

| General information about company | |
|--|--------------------------|
| Scrip code | 523229 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE415D01024 |
| Name of the entity | Bharat Seats Limited |
| Date of start of financial year | 01-04-2019 |
| Date of end of financial year | 31-03-2020 |
| Reporting Quarter | Quarterly |
| Date of Report | 31-12-2019 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 2000 listed entities |

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 1 | Mr | Rohit Relan | AAEPR4255Q | 00257572 | Executive Director | Chairperson | CEO-MD | 02-07-1955 | NA | | 06-03-1986 | | | | 2 | 0 | 0 | 0 | | |
| 2 | Mr | Ajay Relan | AAEPR4256P | 00257584 | Non-Executive - Non Independent Director | Not Applicable | | 03-12-1961 | NA | | 05-04-1988 | | | | 2 | 0 | 0 | 0 | | |
| 3 | Mrs | Sharda Relan | AAKPR2245N | 00252181 | Non-Executive - Non Independent Director | Not Applicable | | 11-08-1935 | Yes | 28-03-2019 | 20-07-2016 | | | | 2 | 0 | 2 | 0 | | |
| 4 | Mr | Toshiya Miki | CXUPM1613C | 07505339 | Non-Executive - Non Independent Director | Not Applicable | | 28-10-1968 | NA | | 20-01-2017 | | | | 2 | 0 | 0 | 0 | | |

| I. Composition of Board of Directors | | | | | | | | | | | | | | | | | | |
|---|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|---|
| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | | | | | | | |
| Whether the listed entity has a Regular Chairperson | | | | | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of Chairpersons in Audit/ Stakeholder Committee held by this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| 5 | Mr | C.V Raman | AACPC4025F | 07093663 | Non-Executive - Non Independent Director | Not Applicable | | 27-04-1961 | NA | | 18-07-2015 | | | | 1 | 0 | 0 | 0 |
| 6 | Mrs | Shyamla Khera | AEYPK3895D | 06929439 | Non-Executive - Independent Director | Not Applicable | | 03-10-1955 | NA | | 21-07-2014 | 21-07-2019 | | 60 | 1 | 1 | 2 | 1 |
| 7 | Mr | Girish Narain Mehra | AAEPM4191N | 00059311 | Non-Executive - Independent Director | Not Applicable | | 24-11-1932 | Yes | 28-03-2019 | 22-01-2003 | 01-04-2019 | | 60 | 4 | 3 | 7 | 5 |
| 8 | Mr | Prateep Kumar Lahiri | ABCPL9536B | 00039653 | Non-Executive - Independent Director | Not Applicable | | 28-04-1937 | Yes | 28-03-2019 | 22-01-2003 | 01-04-2019 | | 60 | 1 | 1 | 2 | 0 |

| I. Composition of Board of Directors | | | | | | | | | | | | | | | | | | |
|---|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|
| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | | | | | | | |
| Wether the listed entity has a Regular Chairperson | | | | | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of Chairperson in Audit/ Stakeholder Comm held. liste entiti includ this list entity (F Regula 26(1) Listri Regulat |
| 9 | Mr | Ravindra Gupta | AATPG7450M | 01521168 | Non-Executive - Independent Director | Not Applicable | | 29-04-1942 | Yes | 28-03-2019 | 31-03-2009 | 01-04-2019 | | 60 | 1 | 1 | 1 | 0 |
| 10 | Mr | Arvind Varma | AAGPV8292B | 02225281 | Non-Executive - Independent Director | Not Applicable | | 18-10-1940 | Yes | 28-03-2019 | 21-10-2014 | 21-10-2019 | | 60 | 1 | 1 | 1 | 0 |

| Audit Committee Details | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00059311 | Mr. Girish Narain Mehra | Non-Executive - Independent Director | Chairperson | 22-01-2003 | | |
| 2 | 00039653 | Mr. Prateep Kumar Lahiri | Non-Executive - Independent Director | Member | 22-01-2003 | | |
| 3 | 01521168 | Mr. Ravindra Gupta | Non-Executive - Independent Director | Member | 06-10-2009 | | |
| 4 | 06929439 | Ms. Shyamla Khera | Non-Executive - Independent Director | Member | 23-04-2019 | | |

| Nomination and remuneration committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00039653 | Mr. Prateep Kumar Lahiri | Non-Executive - Independent Director | Chairperson | 22-01-2003 | | |
| 2 | 00059311 | Mr. Girish Narain Mehra | Non-Executive - Independent Director | Member | 22-01-2003 | | |
| 3 | 01521168 | Mr. Ravindra Gupta | Non-Executive - Independent Director | Member | 19-01-2011 | | |
| 4 | 02225281 | Mr. Arvind Varma | Non-Executive - Independent Director | Member | 15-04-2015 | | |

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 06929439 | Ms. Shyamla Khera | Non-Executive - Independent Director | Chairperson | 21-07-2014 | | |
| 2 | 00059311 | Mr. Girish Narain Mehra | Non-Executive - Independent Director | Member | 22-01-2003 | | |
| 3 | 00039653 | Mr. Prateep Kumar Lahiri | Non-Executive - Independent Director | Member | 22-01-2003 | | |
| 4 | 02225281 | Mr. Arvind Varma | Non-Executive - Independent Director | Member | 23-04-2019 | | |

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| | | | | | | | |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 01521168 | Mr. Ravindra Gupta | Non-Executive - Independent Director | Chairperson | 16-04-2014 | | |
| 2 | 00059311 | Mr. Girish Narain Mehra | Non-Executive - Independent Director | Member | 16-04-2014 | | |
| 3 | 06929439 | Ms. Shyamla Khera | Non-Executive - Independent Director | Member | 21-07-2014 | | |
| 4 | 02225281 | Mr. Arvind Varma | Non-Executive - Independent Director | Member | 23-04-2019 | | |

| Other Committee | | | | | | |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| Annexure 1 | | | | | | | |
|--|---|--|---|------------------------------|--|------------------------------|---|
| Annexure 1 | | | | | | | |
| III. Meeting of Board of Directors | | | | | | | |
| Disclosure of notes on meeting of board of directors explanatory | | | | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | | | | |
| 1 | 23-07-2019 | | | | Yes | 8 | 5 |
| 2 | 19-09-2019 | | 57 | | Yes | 8 | 5 |
| 3 | | 11-11-2019 | 52 | | Yes | 8 | 5 |

| Annexure 1 | | | | | | | | |
|--|---|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| IV. Meeting of Committees | | | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | | | |
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 23-07-2019 | | | | Yes | | |
| 2 | Audit Committee | 11-11-2019 | 110 | | | Yes | 4 | 4 |
| 3 | Stakeholders Relationship Committee | 23-07-2019 | | | | Yes | | |
| 4 | Stakeholders Relationship Committee | 11-11-2019 | 110 | | | Yes | 4 | 4 |
| 5 | Corporate Social Responsibility Committee | 23-07-2019 | | | | Yes | | |
| 6 | Corporate Social Responsibility Committee | 11-11-2019 | | | | Yes | 4 | 4 |

| Annexure 1 | | | |
|-------------------------------|--|-------------------------------|--|
| V. Related Party Transactions | | | |
| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | Whether prior approval of audit committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | Yes | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

| Annexure 1 | | |
|------------------|--|----------------------------|
| VI. Affirmations | | |
| Sr | Subject | Compliance status (Yes/No) |
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | NA |
| 6 | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 7 | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |

| Annexure 1 | | |
|-------------------|-------------------|--|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | Ritu Bakshi |
| 2 | Designation | Company Secretary and Compliance Officer |

| Signatory Details | |
|--------------------------|--|
| Name of signatory | Ritu Bakshi |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Gurugram |
| Date | 13-01-2020 |

